

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re:)
LEHMAN BROTHERS HOLDINGS INC., *et al.*,) Chapter 11
Debtors) Case No. 08-13555 (JMP)
)
)
)
) (Jointly Administered)
-----X

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a).
Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of
the transfer, other than for security, of the claim referenced in this evidence and notice.

Centerbridge Special Credit Partners, L.P.
Name of Transferee

The Royal Bank of Scotland plc
Name of Transferor

Name and Address where notices to transferee
should be sent:

Lisa Murray
375 Park Avenue
13th Floor
New York, NY 10152
Phone number: 212-672-4617
Fax number: 646-652-5342

Scott Hopson
Phone number: 212-672-4626
Fax number: 212-672-5004 & 212-672-4526

With a copy to:
Andrews Kurth LLP
450 Lexington Avenue
New York, NY 10017
Attn: David Hoyt

Case No. 08-13555

Court Claim # (if known): 66008, amending
Claims 17296 (in the amount of
\$11,795,338.00) and 2218 (in the amount
of \$11,795,338.00)

Amount of Claim as set forth in the amended
Claim 66008: \$8,190,293.00

Date Claim Filed: 12/24/2009

Original Claimant: BP Capital Energy Equity
Fund Master II, L.P.

Name and Address where transferee payments
should be sent:

JPMorgan Chase Bank, New York
ABA #: 021000021
A/C # 811 127 232
Account Name: Centerbridge Special
Credit Partners, L.P.
Ref: BP/Lehman Claims to Centerbridge
Special Credit Partners, L.P.

FORM OF EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, The Royal Bank of Scotland plc ("Seller") hereby unconditionally and irrevocably sells, transfers and assigns to Centerbridge Special Credit Partners, L.P. ("Purchaser") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, a portion, equal to 11.5301205% or \$944,350.65⁴ of its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) represented by claim number 2218 against Lehman Brothers Holdings Inc. (the "Debtor"), the debtor in Case No. 08-13555 (JMP) pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") and the relevant portion of any and all proofs of claim filed by Seller or its predecessor-in-interest with the Bankruptcy Court in respect of the foregoing claim.

Seller hereby waives any objection to the transfer of the claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing claim, recognizing Purchaser as the sole owner and holder of the claim, and directing that all payments or distributions of money or property in respect of the claim be delivered or made to Purchaser.

IN WITNESS WHEREOF, this EVIDENCE OF PARTIAL TRANSFER OF CLAIM is executed this 6 day of January 2010.

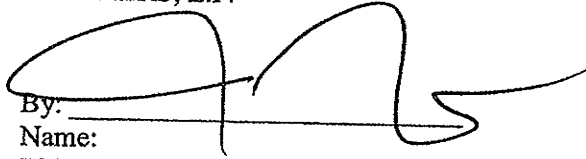
THE ROYAL BANK OF SCOTLAND PLC

By: RBS Securities Inc., its agent

By: 
Name: **KAREN BREWER**
Title: **VICE PRESIDENT**

⁴ For the avoidance of doubt, the calculation of this amount is based on the amount reflected in the most recent amendment to the relevant proof of claim.

CENTERBRIDGE SPECIAL CREDIT
PARTNERS, L.P.

By: 
Name:
Title:

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Seller hereby waives any objection to the transfer of the claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing claim, recognizing Purchaser as the sole owner and holder of the claim, and directing that all payments or distributions of money or property in respect of the claim be delivered or made to Purchaser.

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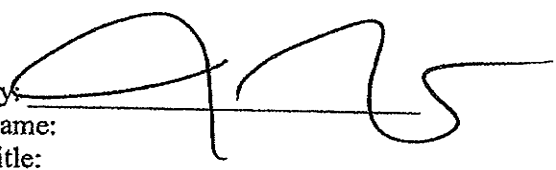
KAREN BREWER

Title:

VICE PRESIDENT

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Seller hereby waives any objection to the transfer of the claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing claim, recognizing Purchaser as the sole owner and holder of the claim, and directing that all payments or distributions of money or property in respect of the claim be delivered or made to Purchaser.

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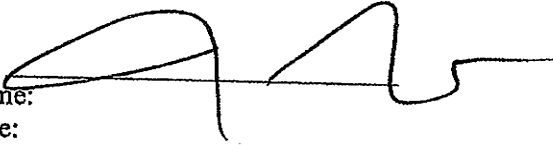
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**KAREN BREWER
VICE PRESIDENT**

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CENTERBRIDGE SPECIAL CREDIT
PARTNERS, L.P.

By:
Name:
Title:

A handwritten signature in black ink, consisting of a series of loops and a horizontal line extending to the right.